# EXHIBIT E

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1
             IN THE UNITED STATES DISTRICT COURT
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                 NORTHERN DISTRICT OF TEXAS
                                                                3 BARKAT G. ALI
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18 Plaintiffs, and duly sworn, was taken in the
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19 above-styled and numbered cause on the 5th of January,
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20 2021, from 10:59 a.m. to 5:07 p.m., before Audra B.
                                                                21 Exhibit 16 - Declaration of Amar B. Ali
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21 Paty, CSR in and for the State of Texas, reported by
                                                                                Barkat e-mail Albritton
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22 machine shorthand, at 616 Clariden Ranch Road, in the
23 City of Southlake, County of Tarrant, State of Texas,
                                                                  Exhibit 18 - E-mail string top e-mail 12-22-14
24 pursuant to Notice and the Federal Rules of Civil
                                                                                Barkat e-mail to Thomas
                                                                                                                      133
25 Procedure.
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                     APPEARANCES
                                                                                                IDENTIFIED
                                                                 1 EXHIBITS
        FOR THE PLAINTIFF:
2
                                                                 2 Exhibit 19 - E-mail string top e-mail 2-27-15
              Mr. Joseph Anthony Unis, Jr.
                                                                           A. Ali e-mail to B. Ali
              Mr. David L. Swanson
              Ms. Anna K. Finger
                                                                    Exhibit 20 - E-mail string top e-mail 3-5-15
 4
              LOCKE LORD LLP
              2200 Ross Avenue
                                                                           Albritton e-mail to Barkat and Ali 138
              Suite 2800
                                                                 5 Exhibit 23 - E-mail string top e-mail
              Dallas, Texas 75201
                                                                           3-26-15 Albritton e-mail to Barkat 139
 6
              214.740.8000
                                                                 6
              junis@lockelord.com
                                                                    Exhibit 29 - 10-30-15 Prendergrast to A. Ali
              dswanson@lockelord.com
7
              anna.k.finger@lockelord.com
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        FOR THE DEFENDANTS:
              Ms. Joyce W. Lindauer
                                                                    Exhibit 35 - Spreadsheet
10
              Ms. Kerry S. Alleyne
              JOYCE W. LINDAUER, PLLC
                                                                    Exhibit 38 - Defendant's First Amended Answer
11
              1412 Main Street
              Suite 500
                                                                10
                                                                           to Plaintiff's Original Complaint 159
              Dallas, Texas 75202 972.503.4033
12
                                                                11
                                                                12
13
              joyce@joycelindauer.com
                                                                13
              kerry@joycelindauer.com
                                                                14
                                                                15
        ALSO PRESENT:
                                                                16
             Mr. Amar Ali
16
                                                                17
              Mr. Guy Tubbs, Videographer
                                                                18
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18
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5 7 PROCEEDINGS 1 1 Rules. That's fine. 2 THE VIDEOGRAPHER: Going on the record at 2 BARKAT G. ALI, 3 10:59 a.m. Today is Tuesday, January 5th, 2021. This having been first duly sworn, testified as follows: 4 is the beginning of tape number 1, volume 1. We are 4 **EXAMINATION** 5 here for the deposition of Barkat G. Ali in the case BY MR. UNIS: 6 styled Harrison Company, LLC versus A-Z Wholesalers, Q. Good morning, Mr. Ali. Could you please 6 7 Inc., et al. This deposition is taking place at 616 7 state your full name for the record? Clariden Ranch Road, Southlake, Texas 76092. A. Barkat Ali. The court reporter is Audra Paty. We are 9 Q. Do you have a middle name or a middle 10 with Dickman Davenport, 4228 North Central Expressway, 10 initial? 11 Suite 101, Dallas, Texas 75206. 11 A. It's Ghulam. 12 Will counsel and all those present please 12 Q. And what does the G stand for? 13 state their appearance for the record after which the 13 A. Ghulam. 14 court reporter will read a brief statement and then 14 Q. Could you spell that for the court reporter, 15 swear in the witness. 15 please? 16 MR. UNIS: Joe Unis for plaintiff 16 A. G-H-U-L-A-M. 17 Harrison Company, LLC here at Locke Lord in Dallas, 17 Q. Mr. Ali, you understand that you're under 18 Texas, 2200 Ross Avenue. 18 oath this morning, correct? 19 MS. LINDAUER: Joyce Lindauer for A-Z 19 Wholesalers, Inc. and Barkat G. Ali. Oh, and I'm 20 Q. The testimony you give today is just like at 21 sorry. 1412 Main Street, Suite 500, Dallas, Texas 21 trial? **22** 75202. 22 A. Yes. 23 THE REPORTER: I'm going to make a 23 Q. You and I other than maybe passing at the 24 statement on the record and then I'll swear the 24 courthouse, we have never met before, have we? 25 witness in. 25 A. I really don't remember. 6 8 MR. SWANSON: This is David Swanson. I'm 1 Q. You don't believe you have ever met me 2 a partner of Joe Unis and also counsel for plaintiff 2 before? 3 3 Harrison. A. I don't think so. 4 MS. FINGER: And this is Anna Finger. 4 Q. So far we're doing a pretty good job. Can we 5 I'm also counsel for plaintiff Harrison at Locke Lord. agree to try to not cut each other off during this THE REPORTER: My name is Audra Paty, 6 deposition. I'll let you complete an answer and Texas Certified Shorthand Reporter Number 5987. This you'll try to let me complete my question before you 7 deposition is being conducted remotely in accordance 8 start responding? with the current Emergency Order regarding the A. Yes.

- 10 COVID-19 State of Disaster issued and signed by the 11 Supreme Court of Texas. The deposition is being held 12 via videoconferencing equipment. The witness and the 13 reporter are not in the same room. The witness will 14 be sworn in remotely pursuant to agreement of all 15 parties. The parties will stipulate that the
- 16 17 testimony is being given as if the witness was sworn 18 in person. 19 All parties please state your agreement
- 20 on the record at this time. 21 MR. UNIS: By the Rules.
- 22 **THE REPORTER:** Sorry? 23 MR. UNIS: By the Rules. 24 THE REPORTER: Okay.
- 25 MS. LINDAUER: And we would agree by the
- 10 Q. Thank you. You're also doing a good job of giving verbal responses and speaking clearly. If you 12 could continue to try to do that throughout the deposition. The court reporter can't record head nods or head shakes. So will you agree to give yes and no 15 answers where appropriate, please? 16 A. I will try to do my best. 17 Q. That's all we can ask. Thank you, sir. And, 18 Mr. Ali, I know your son is in the room and he is also Mr. Ali. So I just want to go ahead and issue this disclaimer. If at any point I refer to you as Barkat or your son as Amar, please understand I don't mean 22 any disrespect by the informality. I'm just trying to 23 keep the players straight in this lawsuit. Is that 24 understood? 25 A. That's fine.

	57		59
1	Q. Did you meet him before signing this	1	Q. Is that a yes, sir? I'm sorry.
2	document?	2	A. Yes.
3	A. I don't remember.	3	Q. Do you have any reason to dispute that this
4	Q. What do you remember about your meetings with	4	is a true and accurate copy of that credit agreement
5	Mr. Thomas?	5	between Harrison and A-Z?
6	A. I don't remember.	6	A. Between Harrison and A-Z, yes.
7	Q. You don't remember anything about any meeting	7	Q. So you agree, sir, this is a true and
8	you had with Mr. Thomas?	8	accurate copy of that agreement, correct?
9	A. No.	9	A. Yes.
10	Q. That's a no?	10	Q. And about three quarters of the way down the
11	A. No.	11	page in the right column, that's your signature as
12	Q. Do you know who Mr. Thomas is?	12	president on behalf of A-Z Wholesalers, Inc., correct?
13	A. I think I remember vaguely.	13	A. Yes.
14	Q. What do you remember about Mr. Thomas?	14	Q. And then below that you sign in your
15	A. I just remember the man met me twice, I		individual capacity as guarantor under this agreement,
16	think.	16	correct?
17	Q. Were those meetings in person?	17	A. Yes. To Harrison, yes.
18	A. Yes.	18	Q. Sir, to your knowledge, this agreement,
19	Q. Do you recall where those meetings occurred?	19	Exhibit 3, was never amended or modified was it?
20	A. I don't recall when it occurred.	20	A. No.
21	Q. Where geographically?	21	Q. A-Z ordered product from Harrison under this
22	A. I think it was at A-Z.	22	agreement, didn't it, sir?
23	Q. In Dallas?	23	A. Yes.
24 25	A. Yes.	24 25	Q. And Harrison delivered product to A-Z under
23	Q. Do you recall any meeting outside of Dallas	23	this agreement, correct?
	58		60
1	with Mr. Harrison?	1	
2		1 1	A. Yes.
	A. No.	2	
3		2	A. Yes. Q. And it delivered that product to the Dallas warehouse for A-Z, right?
3 4	A. No. Q. Did you have any communications with Mr. Harris either telephonically or by e-mail?	2	Q. And it delivered that product to the Dallas
	Q. Did you have any communications with	3	Q. And it delivered that product to the Dallas warehouse for A-Z, right?
4	Q. Did you have any communications with Mr. Harris either telephonically or by e-mail?	2 3 4	Q. And it delivered that product to the Dallas warehouse for A-Z, right?  A. Yeah, I don't know that.
4 5	Q. Did you have any communications with Mr. Harris either telephonically or by e-mail?  MR. AMAR ALI: Do you mean Mr. Thomas?	2 3 4 5 6 7	<ul> <li>Q. And it delivered that product to the Dallas warehouse for A-Z, right?</li> <li>A. Yeah, I don't know that.</li> <li>Q. Where did it deliver the product, sir?</li> <li>A. I don't know that.</li> <li>Q. You just told me that Harrison delivered</li> </ul>
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4 5 6 7 8 9 10 11 12 13 14 15 16	Q. Did you have any communications with Mr. Harris either telephonically or by e-mail?  MR. AMAR ALI: Do you mean Mr. Thomas? Q. (BY MR. UNIS) Mr. Thomas. I'm sorry. A. No. Q. So the only interaction you had with Mr. Thomas was those two meetings at A-Z that you recall? A. Yes. Q. I'm now showing you what's been marked as Exhibit 3 to your deposition.  (Exhibit No. 3 marked.) Q. (BY MR. UNIS) Do you see that, sir? A. Yes.	2 3 4 5 6 7 8 9 10 11 12 13 14 15 16	Q. And it delivered that product to the Dallas warehouse for A-Z, right?  A. Yeah, I don't know that. Q. Where did it deliver the product, sir? A. I don't know that. Q. You just told me that Harrison delivered product, but you have no idea where it delivered that product to? A. No. Q. Who would know? A. Amar would know because Amar was running the place day one. Q. So you know that Harrison delivered product, but only Amar would know where that product was delivered to; is that correct?
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25 or not. As I said, Amar should know that. I mean,

25

A. Yeah.

87

### Barkat G. Ali - January 5, 2021

85

Q. You know nothing about the relationship,

- 2 correct?
- 3 A. No.
- 4 Q. How did you first learn of Imperial?
- 5 A. I don't remember. I think three years back
- 6 when Brad came. I don't know.
- 7 Q. So you had never heard of Imperial until you
- 8 met with Mr. Prendergrast three years ago?
- 9 A. Well, I start remembering when I was signing
- 10 checks to Imperial. So that's all. I did Harrison
- 11 and then Imperial.
- 12 Q. Okay. So you first learned of Imperial when
- 13 someone put a check in front of you to sign that was
- 14 addressed to Imperial; is that right?
- 15 A. Yes.
- 16 Q. And did you ask why is this check addressed
- 17 to Imperial at that time?
- 18 A. No, I don't ask.
- 19 Q. You just signed it?
- 20 A. I signed it.
- 21 Q. So it didn't matter to you who the check was
- 22 addressed to, did it?
- 23 A. No.
- Q. Do you know anything about A-Z's account
- 25 numbers with Harrison?

- 1 Q. Other than the fact that you were addressing
- 2 checks to Imperial, what do you know about Imperial?
- 3 A. Nothing. I don't know. All I was signing
- 4 checks.
- 5 Q. You never placed an order yourself with
- 6 Imperial, did you?
- 7 A. Repeat the question.
- 8 Q. You personally never placed any order with
- 9 Imperial, correct?
- 10 A. No.
- 11 Q. And you never spoke with anyone at Imperial,
- 12 did you, sir?
- 13 A. No.
- 14 Q. Do you even know where Imperial is located?
- 15 A. No.
- 16 Q. I believe you testified earlier once you sent
- 17 a check off, you have no idea how it was applied,
- 18 correct?
- 19 A. Correct.
- Q. Doesn't matter if you made it payable to
- 21 Harrison or if you made it payable to Imperial, you
- 22 don't know what happened to that check, right?
- 23 A. No.
- Q. And you don't know who reported those sales
- 25 on their taxes?

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- 1 A. No, I don't know.
- 2 Q. Do you know if those account numbers ever
- 3 changed?
- 4 A. I don't know really.
- 5 Q. So you don't know if the account numbers ever
- 6 changed?
- 7 A. I don't know.
- 8 Q. So you wouldn't know if they changed why they
- 9 changed, would you, sir?
- 10 A. I don't know.
- 11 Q. And I asked you earlier about Harrison's
- 12 internal operations. You said you had no knowledge of
- 13 those operations, right?
- 14 A. Yeah, I don't know.
- 15 Q. And so you don't know anything about
- 16 Imperial's operations either, do you, sir?
- 17 A. No.
- 18 Q. You don't know anything about its accounting
- 19 procedures, correct?
- 20 A. No.
- Q. Nothing about its employees, correct?
- 22 A. No.
- 23 Q. And nothing about its relationship with
- 24 Harrison, right?
- 25 A. No.

- 1 A. No.
- 2 Q. Because you have no personal knowledge of
- 3 Harrison or Imperial's internal accounting practices,
- 4 correct, sir?
- 5 A. I don't need to know.
- 6 Q. I didn't ask you if you need to know. I
- 7 asked if you do know.
- 8 A. No.
- 9 Q. What do you know about A-Z's payment terms
- 10 with Harrison, sir?
- 11 A. I don't know.
- 12 Q. You know nothing about the payment terms?
- 13 A. No.
- 14 Q. Okay. And you testified earlier you
- 15 believed you were -- or you believed A-Z at some point
- 16 started purchasing from Imperial, correct?
- 17 A. I can recognize only with the checks, when I
- 18 was signing the checks.
- 19 Q. Okay. So you know nothing about any alleged
- 20 payments terms between A-Z and Imperial, do you, sir?
- 21 A. No.
- Q. How much do you believe A-Z owes Imperial?
- A. I don't know.
- Q. Do you believe that A-Z owes Imperial money?
- 25 A. I don't know.

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1	for you and point you to the documents.	1 Q.	And do you know what is meant by defendants
2	MR. UNIS: I appreciate that. He's a	2 manag	gement discretion, what that's referring to?
3	, , ,	3 A.	I don't know.
4	MS. LINDAUER: No, I'm just saying you've	4	MR. UNIS: Mr. Ali, I think I may be at
5	asked the wrong person all along the wrong questions.	5 the en	d. If we can go off the record very briefly
	I mean, his involvement was very minimal. I think		I pass the witness just to make sure I didn't
7	he's told you that, but that's okay. I mean, we've	7 miss a	nything. Five minutes.
8	2,3	8	<b>MS. LINDAUER:</b> Okay. That's fine.
9	question. So I understand why you're going through	9	THE VIDEOGRAPHER: We're off the record.
10	, , , , , , , , , , , , , , , , , , , ,	10 The ti	me is 5:00.
11	, , ,	11	(Recess 5:00 to 5:06.)
12	these questions.	12	THE VIDEOGRAPHER: We're back on the
13	MR. UNIS: I just want to avoid any		. The time is 5:06.
14	surprises down the road so I got to do it.	14	MR. UNIS: Mr. Ali, I appreciate your
15	MS. LINDAUER: Trust me, there's not		nd your patience with me today, working through
16	going to be any surprises. You know what our position		rious technical issues as well under these
17	is. Very simple.		al circumstances, but that's all I've got today
18	MR. UNIS: As much as I would like to		pass the witness.
19	trust you, I got three more affirmative defenses I	19	MS. LINDAUER: For the record, Joyce
20	would like to ask him about.		er for A-Z and also Mr. Ali and we'll reserve
21	MS. LINDAUER: No, I understand.	-	estions until the time of trial. Thank you.
22	Q. (BY MR. UNIS) Paragraph 42, Mr. Ali, are you	22	THE VIDEOGRAPHER: The deposition is
23	with me there?		ete. Will counsel please state all stipulations
24	A. Yes, I'm listening.		gard to custody of transcript, exhibits, and
25	Q. Defendants are not liable to plaintiff	25 any ot	ner pertinent matters?
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1	because of failure of consideration related to the	1	MS. LINDAUER: Say again what you want us
2			I'm sorry.
3	shipping and distribution to Imperial. Did I read	3	THE VIDEOGRAPHER: The deposition is
4	that correctly?		ete. Will counsel please state all stipulations
5	A. Yes.		egard to custody of transcript, exhibits and any
6	Q. Okay. And the only factual basis you have		pertinent matters.
7	for this transfer of shipping distribution to Imperial	7	MS. LINDAUER: I guess transcripts will
8	is the checks you signed; is that right?	8 be hele	by you I guess. What do you deliver? Just
9	A. Yes.		ormal, right? You deliver a copy of the
10	Q. Nothing else?		ipt and exhibits to counsel?
11	A. No.	11	THE REPORTER: Yeah, basically do you
12	Q. Paragraph 43, plaintiff's original complaint		o read and sign?
13		13	MS. LINDAUER: Yes, sure. That will
14	defendants was ratified, consented to and/or	<b>14</b> work.	,
15	acquiesced by plaintiff. Did I read that correctly?	15	THE REPORTER: Okay.
			· · · · · · · · · · · · · · · · · · ·
16	A. Yes.	16	THE VIDEOGRAPHER: We're off the record.
16 17			THE VIDEOGRAPHER: We're off the record. ne is 5:07.
	A. Yes.		
17	A. Yes. Q. What conduct, if you know, do you contend	17 The ti	me is 5:07.
17 18	A. Yes. Q. What conduct, if you know, do you contend Harrison consented to?	17 The tir 18	me is 5:07.
17 18 19	A. Yes. Q. What conduct, if you know, do you contend Harrison consented to? A. I don't know. Q. You don't know. Okay. Then paragraph 44, so	17 The tir 18 19	me is 5:07.
17 18 19 20	A. Yes. Q. What conduct, if you know, do you contend Harrison consented to? A. I don't know. Q. You don't know. Okay. Then paragraph 44, so	17 The tir 18 19 20	me is 5:07.
17 18 19 20 21	A. Yes. Q. What conduct, if you know, do you contend Harrison consented to? A. I don't know. Q. You don't know. Okay. Then paragraph 44, so it's the next page, page 7, any and all conduct of	17 The tin 18 19 20 21	me is 5:07.

24

25

25

A. Yes.

24 management discretion. Did I read that correctly?

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1 CHANGES AND SIGNATURE 2 WITNESS NAME: BARKAT G. ALI JANUARY 5, 2021 3 PAGE LINE CHANGE REASON 4 5 6 7 8 9 10 11 12 13 14 15 16 17 18 19 20 21 22 23 24 25	1 STATE OF TEXAS) 2 COUNTY OF DALLAS) 3 I, Audra B. Paty, Certified Shorthand 4 Reporter, in and for the State of Texas, certify that 5 the foregoing deposition of BARKAT G. ALI was reported 6 stenographically by me at the time and place 7 indicated, said witness having been placed under oath 8 by me; that review was requested pursuant to Federal 9 Rule of Civil Procedure 30(e)(1); and that the 10 deposition is a true record of the testimony given by 11 the witness. 12 I further certify that I am neither counsel 13 for nor related to any party in this cause and am not 14 financially interested in its outcome. 15 Given under my hand on this the 11th day of 16 January, 202Y.  Audra B. Paty, Certified 18 Shorthand Reporter No. 5987  Dickman Davenport, Inc. 19 Firm Registration #312  4228 North Central Expressway 20 Suite 101  Dallas, Texas 75206 21 214.855.5100 800.445.9548  e-mail: abp@dickmandavenport.com 22 My commission expires 10-31-22  Time used by each party: 24 Mr. Joseph Anthony Unis, Jr 5:13  Ms. Joyce W. Lindauer - 0:00
I, BARKAT G. ALI, have read the foregoing deposition and hereby affix my signature that same is true and correct, except as noted above.  BARKAT G. ALI  BARKAT G. ALI  BARKAT G. ALI  THE STATE OF	